



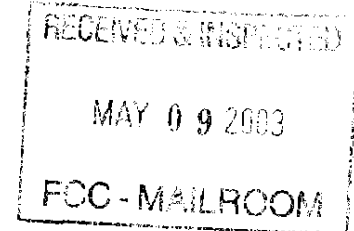
DOCKET FILE COPY ORIGINAL

May 8, 2003
Via overnight only

210 N. Park Ave.
Winter Park, FL
32789

P.O. Drawer 200
Winter Park, FL
32790-0200

Ms. Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 12th Street, SW
Washington, D.C.



Tel: 407-740-8575
Fax: 407-740-0613
tmi@tminc.com

Re: CC Docket No. 00-257 --
Transfer of long distance service subscribers from The Free Network, Inc. to
Lightyear Communications, Inc.

Dear Ms. Dortch:

Pursuant to CC Docket No. 00-257 and in accordance with Section 64.1120(e)(1) of the Commission's rules, Lightyear Communications Inc. ("Lightyear") hereby notifies the Commission of its plan to enter into an agreement with The Free Network, LLC ("TFN") whereby Lightyear will acquire certain long distance service subscribers from TFN. These customers currently receive direct dial and toll free long distance services from TFN.

TFN is an authorized interexchange reseller who utilizes MCI as their underlying carrier. TFN is also a wholesale customer of Lightyear, meaning they utilize Lightyear (also a reseller) through Lightyear's underlying carrier who is also MCI.

Pursuant to a Management Agreement executed in March 2003 between Lightyear and TFN, until final regulatory approval is obtained, Lightyear will be billing customers directly on behalf of TFN. As reflected in the customer notification, attached as Attachment "A", affected customers will not experience any other changes with respect to their current services. The proposed transfer will affect approximately 8,000 to 10,000 customers located in 46 states. The proposed date for the customer transfer is August 1, 2003. Once the proposed transaction is consummated, Lightyear will provide direct dial and toll-free long distance services to these customers.

Lightyear hereby certifies that it has complied with the advance subscriber notification requirements set forth in Section 64.1120(e)(3) of the Commission's rules, with the obligations specified in that notice and with Commission requirements that apply to this streamlined process.

No. of Copies rec'd 013
List ABCDE

Ms. Marlene H. Dortch

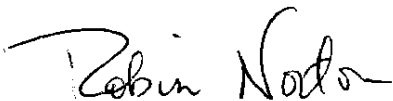
May 8, 2003

Page 2

Four copies of this letter are also enclosed. A receipt copy is enclosed as well. Please date stamp the receipt copy and return it in the self addressed, stamped envelope provided.

If you have any questions with respect to this letter, please direct them to the undersigned below at (407)-740-3004.

Sincerely,

A handwritten signature in black ink that reads "Robin Norton". The signature is written in a cursive style with a large, stylized "R" and "N".

Robin Norton
Consultant to Lightyear

Enclosures

cc: Linda Hunt – Lightyear
File: Lightyear - FCC IXC
tms: FCC0300x

READ INSTRUCTIONS CAREFULLY BEFORE PROCESSING (1) LOCKBOX #	FEDERAL COMMUNICATIONS COMMISSION REMITTANCE ADVICE	Approved by OMB 3060-0589 Page No. of SPECIAL USE FCC USE ONLY
---	---	---

SECTION A - PAYER INFORMATION

(2) PAYER NAME (If paying by credit card, enter name exactly as it appears on your card) (3) TOTAL AMOUNT paid (dollars and cents) \$860.00
TECHNOLOGIES MANAGEMENT, INC.

(4) STREET ADDRESS LINE NO. 1 **1210 PARK AVENUE NORTH**
 (5) STREET ADDRESS LINE NO. 2

(6) CITY **WINTER PARK** (7) STATE **FLORIDA** (8) ZIP CODE **32789**

(9) DAYTIME TELEPHONE NUMBER (Include area code) **407-740-8575** (10) COUNTRY CODE (If not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(11) PAYER (FRN) (12) PAYER (TIN)
0 0 0 5 - 0 2 1 5 - 0 6 5 9 - 2 7 1 7 5 0 8

IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B IF MORE THAN ONE APPLICATION, USE CONTINUATION SHEETS (FORM 159-C)

(13) APPLICATION NAME **LIGHTYEAR COMMUNICATIONS, INC.**
 (14) STREET ADDRESS LINE NO. 1 **1901 EAST PARKWAY**
 (15) STREET ADDRESS LINE NO. 2

(16) CITY **LOUISVILLE** (17) STATE **KENTUCKY** (18) ZIP CODE **40223**

(19) DAYTIME TELEPHONE NUMBER (Include area code) **303-566-1283** (20) COUNTRY CODE (If not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(21) APPLICANT (FRN) (22) APPLICANT (TIN)
0 0 0 3 - 7 7 3 1 - 3 2 5 9 - 2 7 1 7 5 0 8

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) FCC CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE CQK	(25A) QUANTITY 1
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE \$860.00	FCC USE ONLY
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23B) FCC CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27AB) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1	(29B) FCC CODE 2	

SECTION D - CERTIFICATION

(30) CERTIFICATION STATEMENT, Robin Norton, Consultant to Lightyear Communications, Inc., certify under penalty of perjury that the foregoing and supporting information are true and correct to the best of my knowledge, information and belief.
 SIGNATURE _____ DATE _____

SECTION F - CREDIT CARD PAYMENT INFORMATION

(31) MASTERCARD/VISA ACCOUNT NUMBER: <input type="checkbox"/> MASTERCARD <input type="checkbox"/> VISA	EXPIRATION DATE: Month Year
I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s) / authorization(s) herein described.	AUTHORIZED SIGNATURE _____ DATE _____

LT4103 1 01024718550001 MCB/E 1 8/01 062 2331 0005008781

TECHNOLOGIES MANAGEMENT, INC.

P.O. BOX 200
WINTER PARK, FL 32790-0200
(407) 740-8575

AMSOUTH BANK
THE RELATIONSHIP PEOPLE®
63-466/631

35754

5/8/2003

PAY TO THE
ORDER OF Federal Communications Commission

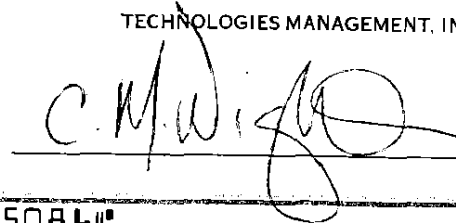
\$ **860.00

Eight Hundred Sixty and 00/100*****

DOLLARS

Federal Communications Commission
The Portals
445 Twelfth Street S.W.
Washington, DC 20554

TECHNOLOGIES MANAGEMENT, INC.



MEMO: Filing fee for LightYear

⑈035754⑈ ⑆063104668⑆ 3720575084⑈

TECHNOLOGIES MANAGEMENT, INC.

35754

Federal Communications Commission

5/8/2003

Date	Type	Reference	Original Amt.	Balance Due	Discount	Payment
05/08/2003	Bill		860.00	860.00		860.00
				Check Amount		860.00

Amsouth New Operating Filing fee for LightYear

(IM) 860.00

Attachment A

Customer Notification



May 6, 2003

«Customer_Name»
«Address_1»
«Address_2»
«City», «State» «Zip»

Re: Notice of Transfer of Telephone Service

Dear Valued Customer:

We would like to take this opportunity to thank you for being a loyal customer of The Free Network ("TFN") and to update you on some exciting changes that are underway. TFN has partnered with Lightyear Communications Inc. ("Lightyear"), a recognized full service telecommunications leader, to expand on our available services and to ensure our customers are receiving the highest quality customer service and billing available.

This partnership will not impact the high quality and reliability of the service you have come to expect from TFN. You will see a change in the monthly billing statement for long distance services beginning in May or June 2003. The monthly invoice will come from Lightyear/The Free Network, and it will detail your long distance charges from the previous month. Your monthly statement will no longer be a part of your monthly local telephone bill.

In connection with your new monthly statement, if you have chosen to take advantage of TFN's convenient monthly credit card billing, please contact the Lightyear Credit Department to re-establish this service with your new billing. This department may be reached between the hours of 8:00 am – 5:00 pm EDT, Monday – Friday, at 1-800-889-8244, select Option 5, and ask for extension 1050.

Pursuant to FCC Regulations, Lightyear and TFN are required to notify you that if, in the past, you had arranged to have a preferred carrier freeze on your phone line, your freeze will not be affected by this change.

Subject to regulatory approval, the next step will be the transfer of your account to Lightyear as your long distance carrier. This transfer should be complete on or about August 1, 2003. Lightyear and TFN will take all necessary steps to ensure that your telephone service is transitioned without any service interruption or inconvenience to you. There will be no change in your long distance rate. However, if you do not wish to receive service from Lightyear, you

should select another carrier and contact that carrier directly to transfer your service by August 2003. You may incur connection fees if you select an alternate provider. If you take no action, your long distance service will be automatically transferred to Lightyear on or about August 1, 2003, and you will not incur any additional fees.

Lightyear and TFN are excited about this new partnership and are confident that it will be to your benefit. Through Lightyear, TFN can now offer you a wide array of products including an all-in-one package that includes your local telephone service and unlimited long distance calls (domestic only) for one low price. For more information on this offering, call one of our friendly Free Network Associates at 1-248-526-1000.

If you have additional questions or would like more information about Lightyear, we invite you to visit the Lightyear website at www.lightyearcom.com or contact our customer care center at 1-877-839-3733. If you would like to speak directly to an associate of The Free Network, please contact us at 1-248-526-1000.

Sincerely,

Vito Terracciano
Chief Executive Officer
The Free Network, L.L.C.

Sincerely,

Edward J. Wampler
Sr. Vice President of Operations
Lightyear Communications Inc.